CONTRACT #1 RFS # 317.03-160

Department of Finance & Administration

Enterprise Resource Planning Division

VENDOR: MAXIMUS, Inc.

RECEIVED



DEC 1 8 2006

FISCAL REVIEW

An amendment <u>must</u> be presented to the Fiscal Review Committee (FRC) if it meets <u>any</u> of the following conditions:

- > A non-competitive amendment request is submitted to OCR;
- > Increases the maximum liability;
- > Adds new services or changes the scope of services; or
- > Extends the term of the contract beyond the original term.

Use the following checklist to ensure copies of the proper documents have been submitted to FRC:

	ORIGINAL CONTRACT								
	> If new non-competitive contract, actual language of the proposed contract (can be in draft form if necessary).								
	SUMMARY SHEET FOR CONTRACT								
N/A 🗆	REQUEST FOR CONTRACT (Competitive or Non-Competitive)								
N/A 🗆	ALL PRIOR AMENDMENTS								
NIA 🗆	SUMMARY SHEET FOR EACH PRIOR AMENDMENT								
Ø	REQUEST FOR NON-COMPETITIVE AMENDMENT > If new amendment, actual language of the proposed amendment (can be in draft form if necessary).								
⊿	 SUMMARY LETTER Detailing terms of contract or amendment and the basic justification for the non-competitive procurement. If request is submitted less than 60 days before effective date, a detailed explanation for why the request is late. 								
N/A -	ANY SUPPORTING DOCUMENTS								
N/A 🗆	FULLY EXECUTED COPY OF FINAL DOCUMENT								
	FRC STAFF COMMITTEE CONTACT INFORMATION								

Leni Chick

8th Floor, Rachel Jackson Building (615) 253-2048 (direct) (615) 253-3018 (fax)

leni.chick@legislature.state.tn.us



STATE OF TENNESSEE DEPARTMENT OF FINANCE AND ADMINISTRATION

ENTERPRISE RESOURCE PLANNING DIVISION 162 THIRD AVENUE NORTH NASHVILLE, TENNESSEE 37243 (615) 253-2725 FAX (615) 253-2980

DAVE GOETZ COMMISSIONER STEPHANIE RICHARDSON DIRECTOR

MEMORANDUM

TO:

Leni S. Chick, Fiscal Analyst, Fiscal Review Committee

FROM:

Mike Morrow, Deputy Commissioner Pinance and Administration

Stephanie Richardson, Edison Project Director

DATE:

December 15, 2006

SUBJECT:

Justification for Contract Amendment #1 to ERP System Integrator

Contract with MAXIMUS, Inc.

This memo is to describe Amendment #1, provide justification for the requested contract amendment effective date, and clarify the cost components of the Contract Maximum Liability for Contract # FA-07-16892-00 with MAXIMUS, Inc.

As outlined in the Request for Non-Competitive Amendment documentation, the amendment moves two deliverables to better reflect the project schedule. At the State's request based on the project's business needs, MAXIMUS completed the Communication Plan earlier in the payment schedule than was originally anticipated. This important deliverable has been effectively completed and approved by the State.

The requested amendment effective date will enable the State to move the due date of the Capacity Evaluation Plan to a later payment, but still compensate MAXIMUS for the completion of all required deliverables in Payment #2.

The contract Maximum Liability, including the costs for the underlying components that make up this amount, remains unchanged and totals to \$65,980,007. The dollar amounts reflected in the attached Amendment #1 add up to \$59,936,370 which is based on the payment tables reflecting contract liability for required deliverables. The difference between these two values is made up of change order and travel dollars (\$5,993,637.00 and \$50,000.00 respectively) as outlined in the contract.

Please let us know if you need additional information. Thank you.

REQUEST: NON-COMPETITIVE AMENDMENT

APPROVED
Commissioner of Finance & Administration
Date:

EACH RE	QUEST ITEM BELOW MUST BE DETAILED OR ADDRESSED AS RE	QUIRED.
1) RFS#	317.03-160-07	•
2) State Agency Name :	Department of Finance and Administration	
	EXISTING CONTRACT INFORMATION	
3) Service Caption:	Enterprise Resource Planning (ERP) integrations services.	
4) Contractor:	MAXIMUS, Inc.	
5) Contract #	FA-07-16892-00	
6) Contract Start Date :		July 24, 2006
7) Current Contract End Date	F all Options to Extend the Contract are Exercised .	July 23, 2011
8) . <u>Current</u> Total Maximum Co	sst IF all Options to Extend the Contract are Exercised	\$65,980,007.00
	PROPOSED AMENDMENT INFORMATON	
9) <u>Proposed</u> Amendment #		01
(10) Proposed Amendment Eff (attached explanation requir	ective Date : ed if date is < 60 days after F&A receipt)	January 19, 2007
11) <u>Proposed</u> Contract End Da	ate IF <u>all</u> Options to Extend the Contract are Exercised :	July 23, 2011
12) <u>Proposed</u> Total Maximum	Cost IF <u>all</u> Options to Extend the Contract are Exercised :	\$65,980,007.00
13) Approval Criteria : (selectione)	use of Non-Competitive Negotiation is in the best interest	of the state
	only one uniquely qualified service provider able to provide	de the service
14) Description of the Propos	ed Amendment Effects & Any Additional Service :	
Evaluation Plan to a later date to	e and associated payment schedule by moving Communication to better align with the project work plan. Moves 1% of payment Capacity Evaluation Plan cannot be realistically completed as earnalated.	to later date to correspond with
15) Explanation of Need for th	e Proposed Amendment :	

The Capacity Evaluation Plan cannot be completed during the early phases of and completed earlier than planned. To effectively manage internal and extern justification to completing (and paying the vendor for) the communication plan. the Communication Plan to Payment #2 and the Capacity Evaluation Plan to Payment #2.	al project communications, there was a business The associated payment percentages reflect moving
16) Name & Address of Contractor's Current Principal Owner(s): (not required if proposed contractor is a state education institution)	
Richard A. Montoni, CEO, 11419 Sunset Hills Road, Reston, Virginia 20190	
17) Documentation of Office for Information Resources Endorsement : (required only if the subject service involves information technology)	
select one: Documentation Not Applicable to this Request	Documentation Attached to this Request
18) Documentation of Department of Personnel Endorsement: 1995 (required only if the subject service involves training for state employees)	
select one: Documentation Not Applicable to this Request	Documentation Attached to this Request
19) Documentation of State Architect Endorsement : (required only if the subject service involves construction or real property recommendation of the subject service involves construction or real property recommendation.	elated services)
select one: Documentation Not Applicable to this Request	Documentation Attached to this Request
20) Description of Procuring Agency Efforts to Identify Reasonable, Com	petitive, Procurement Alternatives
Not applicable given existing contract with MAXIMUS for these services.	
21) Justification for the Proposed Non-Competitive Amendment:	
Project management identified a strong business need to require the Communi project to better fit the actual project timeline; conversely, the Capacity Evaluate project, therefore these two deliverables were moved to different payment num with these deliverables should be adjusted accordingly.	on Plan cannot realistically be delivered until later in the
REQUESTING AGENCY HEAD SIGNATURE & DATE : (must be signed & dated by the ACTUAL procuring agency head as detailed or by an authorized signatory will be accepted only in documented exigent circum	n the Signature Certification on file with OCR—signature stances).
Mart 1	12/15/06
Agency Head Signature	Pate 2015



FAX TRANSMITTAL

to Request OIR Procurement Endorsement

TO:

Jane Chittenden, Director

OIR Procurement & Contract Management

FAX # 741-6164 .

FROM:

Stephanie Richardson, Edison Project

Director

FAX # 253-2980

DATE:

December 12, 2006

.RFS#

317.03-160-07

RE:

Procurement Endorsement — Amendment #1 to Maximus Integrator

Contract

NUMBER OF FAX PAGES (including cover): 1

The nature and scope of service detailed in the attached service procurement document(s) appears to require Office for Information Resources (OIR) review and support, because the procurement involves information technology or information systems services.

This communication seeks to ensure that OIR is aware of the procurement and has an opportunity to review the matter. Please determine whether OIR is supportive of the procurement. If you have any questions or concerns about this matter, please call **Stephanie Richardson** at 253-2725.

Please indicate below your response to this proposed procurement, and return this communication at your earliest convenience (note the return FAX number above).

Thank you for your help.

Attachment(s)

OIR Endorsement:

OIR Chief Information Officer

Date

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2009	\$6,000,000.00	<u> </u>							\$6,000,000.00
2010	\$390,000.00				<u> </u>		. ·		, \$390,000.00
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2009	\$6,000,000.0	0 .							
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2012	\$100.0	0							
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Procureme	ent Process Summary	/ (complete for s	selection by	utemative	Methodi Com	petitive N	egotiation, No	on-Comp	petitive Negotiation OR Other)
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AMENDMENT ONE TO FA-07-16892-00

This CONTRACT, by and between the State of Tennessee, Department of Finance and Administration, hereinafter referred to as the State, and MAXIMUS, Inc., hereinafter referred to as the CONTRACTOR, is hereby amended as follows:

- 1. Delete Section C.3.a. in its entirety and insert the following in its place:
- C.3.a. Deliverable Payment Schedule HR/Payroll Implementation.

- equals Total HR Payroll Implementation Services

Total HR Payroll Cost from Total Cost Schedule \$22,380,838 - less Total HR Application Software License from Total Cost Schedule - less Project Team Training Costs Paid Directly to Software Vendor - less Payroll Software Ongoing Licensure from Total Cost Schedule \$762,042

Payment Number	Implementation Deliverable Description (Contract Section # where Deliverable is Described)	Estimated Payment Month	Payment Percentage	Payment Amount
1	Completed: Master Project Workplan (A.21.a.3), Change Management Plan (A.21.a.5), Project Standards and Procedures (A.21.a.6)	Jul-06	3.0%	\$ 648490
2	Completed: Capacity Analysis (A.21.a.8), Issue Resolution Plan (A.21.a.10), Knowledge Transfer Plan (A.21.a.11) and Communication Plan (A.21.a.4)	Aug-06	4.0%	824/654
3	Completed: Training Plan (A.21.a.12), Backup and Recovery Plan (A.21.a.14), Architecture Design Plan (A.21.a.7)	Aug-06	4.0%	76.77.824.654 77.7824.654
4	Completed: Software Installed (A.22.a.1), System Design Document (A.22.a.5), Fit/Gap Analysis (A.22.a.4), Interface Approach Plan (A.22.a.6), Data Conversion Plan (A.22.a.7), Inventory of Enhancements (A.22.a.8), Inventory of Reports A.22.a.9), Inventory of Workflows (A.22.a.10), Training Analysis and Design Prototype (A.22.a.11)	Oct-06	1.0.0%	S 2.061.69A
5	Completed: Change Management Deliverables (leadership alignment, stakeholder management, business readiness) (A.22.a.12.1), Security Plan (A.22.a.13)	Nov-06	2.0%	53 - 54 12 607/ 5
6	Completed: Change Management Deliverables (Stakeholder Actions Plans, Business Readiness Deliverables) (A.22.a.12.2, A.22.a.12.3)	Dec-06	6.0%	\$ 1(236,980)
7	Completed: Designed and Developed Software (Reports, Conversions, Enhancements, Workflows) (A.23.a.1)	Dec-06	7.0%	(\$ 117423,12Y
8	Completed: Unit Tested Transactions (A.24.a.2), Detailed Test Plan (A.24.a.1)	Jan-07	6.0%	\$ 11,236,980
9	Completed: End User Training Materials (A.24.a.6.1), Train the Trainer Workshop Design (A.24.a.6.2)	Mar-07	6.0%	\$01,236,980
10	Completed: Agency Implementation Guide (A.24.a.9)	Mar-07	2.0%	#\$##412,327 <i>9</i>
11	Completed: Integration Testing and Capacity Evaluation Plan (A.24.a.3 and A.21.a.9)	Арг-07	3.0%	51.618.490
12	Completed: Acceptance Testing (A.24.a.4)	May-07	5.0%	\$ 1,030,817

\$20,616,340

13	Completed: Production Cutover Plan (A.25.a.2)	Jun-07	5.0%	45.47 030817F
14	Completed: Payroll Parallel Testing (A.24.a.5)	Aug-07	15.0%	F18 18 1092 45 1 W
15	Completed: Production System Test (A.25.a.1)	Oct-07	5.0%	6754079308177
16	Production System Live (A.25.a.9)	Jan-08	6.0%	#IS#1286980A
17	Accepted Production System (Retainage), Completed System Acceptance Checklist (A.26.a.4)	Apr-08	10.0%	7,\$ 2,061,634 \$ 14,55 (40)
18	Completed: Year End Support Acceptance Checklist (A.26.a.7)	Jan-09	1.0%	7,9 4, 206,163) 7,4 4,4 4,4
	Total Implementation Cost		100%	#8 20 6 16 340 A

2. Delete Section C.3.b. in its entirety and insert the following in its place:

C.3.b. Deliverable Payment Schedule - Financials/Procurement/Logistics Implementation.

Total Fin., Procurement and Logistics Cost from Total Cost Schedule - less Total Fin/Proc/Log Application Software License from Total Cost Schedule - less Project Team Training Costs Paid Directly to Software Vendor * 52,553,005 \$ 6,183,716 \$ 379,350

- less Fin/Proc/Log Ongoing Software Licensure from Total Cost Schedule

- equals Total Fin., Procurement and Logistics Implementation Services

\$ 6,669,909 \$ 839,320,030

Payment Number	Implementation Deliverable Description (Contract Section # where Deliverable is Described)	Estimated Payment Month	Payment Percentage	Payment Amount
1	Completed: Master Project Workplan (A.21.a.3), Change Management Plan (A.21.a.5), Project Standards and Procedures (A.21.a.6)	Jul-06	4.0%	\$44,572,801b
2	Completed: Capacity Analysis (A.21.a.8), Issue Resolution Plan (A.21.a.10), Knowledge Transfer Plan (A.21.a.11) and Communication Plan (A.21.a.4)	Jul-06	5.0%	\$ 1,966,002
3	Completed: Training Plan (A.21.a.12), Backup and Recovery Plan (A.21.a.14), Architecture Design Plan (A.21.a.7)	Aug-06	5.0%	1. S. 1. 966 002
4	Completed: System Design Document (A.27.a.5), Fit/Gap Analysis (A.27.a.4), Interface Approach Plan (A.27.a.6), Data Conversion Plan (A.27.a.7), Inventory of Enhancements (A.27.a.8), Inventory of Reports (A.27.a.9), Inventory of Workflows (A.27.a.10), Training Analysis and Design Prototype (A.27.a.11)	Nov-06	18.0%	£ \$ 7, 077, 605
5	Completed: Change Management Deliverables (leadership alignment, stakeholder management, business readiness) (A.27.a.12.1), Security Plan (A.27.a.13)	Dec-06	2.0%	\$12,786,40d
. 6	Completed: Change Management Deliverables (Stakeholder Actions Plans, Business Readiness Deliverables) (A.22.a.12.2, A.22.a.12.3)	Jan-07	4.0%	\$ 1,572,801
7	Completed: Designed and Developed Software (Reports, Conversions, Enhancements, Workflows) (A.28.a.1)	Mar-07	7.0%	\$\$. 2752,402 \$\$\frac{1}{2}\$

8	Completed: Unit Tested Transactions (A.29.a.2), Detailed Test Plan (A.29.a.1)	Apr-07	8.0%	\$1/8/14/5/60/2/4 46/14/5/60/2/4
9	Completed: End User Training Materials (A.29.a.5.1), Train the Trainer Workshop Design (A.29.a.5.2)	May-07	5.0%	\$ 11,966,002
10	Completed: Agency Implementation Guide (A.29.a.8)	Jul-07	2.0%	\$\$78,177 86,401
. 11	Completed: Integration Testing and Capacity Evaluation Plan (A.24.a.3 and A.21.a.9)	Oct-07	9.0%	-5 3,588,800 /
12	Completed: Acceptance Testing (A.29.a.4)	Jan-08	5.0%	\$48441966Y0024
13	Completed: Production Cutover Plan (A.30.a.2)	Mar-08	5.0%	4.6 m 966 002 m
14	Completed Production System Test (A.30.a.1)	Apr-08	5.0%	4.81.71.966/0024
15	Production System Live (A.30.a.8)	Jul-08	5.0%	45.44/9661002F
16	Accepted Production System for First Deployment Wave (Retainage #1), Completed System Acceptance Checklist (A.31.a.4)	Sep-08	4.0%	\$ 0.572.80d
17	Accepted Production System for Second Deployment Wave (Retainage #2), Completed System Acceptance Checklist	Dec-08	3.0%	+L\$2 (1) 17/9 (601)
18	Accepted Production System for Third Deployment Wave (Retainage #3), Completed System Acceptance Checklist	Mar-09	3.0%	17.5% (1417/9/6001)
19	Completed: Year End Support Acceptance Checklist (A.31.a.6)	Jul-09	1.0%	18
	Total Implementation Cost	-	100%	4839782010304

The other terms and conditions of this CONT	RACT not amended	hereby shall remain in	full force and effect.
IN WITNESS WHEREOF:			
MAXIMUS, INC.:	· :		
Richard A. Montoni, CEO		DATE	
	oni, CEO DATE AND TITLE OF CONTRACTOR SIGNATORY		
PRINTED NAME AND TITLE OF CONTRACT	TOR SIGNATORY		
DEPARTMENT OF FINANCE AND ADMINI	STRATION:	•	

DATE

APPROVED:

M. D. Goetz, Jr., Commissioner

M. D. Goetz, Jr., Commissioner	DATE	
•		•
John G. Morgan, Comptroller Of The Treasury	DATE	
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DEPARTMENT OF FINANCE AND ADMINISTRATION:

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2009	\$1	6,000,000.00								\$6,00	00.000,00
2010		\$390,000.00				,				\$39	00,000,00
2011		\$100,00	1						,		\$100.00
2012		\$100.00									\$100.00
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needed furthe	er clarificatio	on or response	from the	Propose	r. The Proj	poser then	responded to the	BAFO Rec	ques with a BAF	d ஆஷ் மிருந்தி the S O Technical and Cos	d l
Proposal. The	iese were ev	valuated and th	e appar	ently succ	cessful Prop	ooser was	named. This pro	cess is des	scribed in greater	detail in RFP Attachm	ent 6.20,
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DEC#			RACT					0607		
317 . 03 — 134 — 07					Contract #					
State Agency					State Agency Division					
Finance and Administration					Office for Information Resources					
Contractor Name					Contractor ID # (FEIN or SSN)					
MAXIMUS, Inc.					C- or V- 54-1000588					
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- ,	e Resource Planni						<u> </u>	The second secon		
Contract Begin Date 1995 Contract End Date					SUBRECIPIENT or VENDOR? CFDA # ***					
, J	uly 24, 2006		July 23, 2011		VENDOR					
Mark Each	TRUE Statement	ting and the second sec	HE LINE	Property of the second of the second was a second of the s						
Contractor is on STARS						Contractor's Form W-9 is on file in Accounts				
1 11					Fund Finding Grant Code			Funding Subgrant Code	3. A	
317.3	1	AXIT MATERITETIALES	083	Was State 122	/ 15	Patricia de la Secono de 10	T TORRESTANDA dos			
2007	\$42,589,80	I	Federal (1999)	Interd	epartmental 🦠	Ot	her	TOTAL Contract Amoun		
2008								\$42,589,807.0		
ļ	\$17,000,000				· · · · · · · · · · · · · · · · · · ·			\$17,000,000.0	_	
2009	\$6,000,000				· · · · · · · · · · · · · · · · · · ·			\$6,000,000.00	\dashv	
2010	\$390,000		·					\$390,000.0	-	
2011	\$100			-				\$100.00	\dashv	
2012	\$100		· ·	_				\$100.00		
TOTAL:	\$65,980,007		control in 2. has on the 2.2. Engage 10 Sept. Co.	ित्र के किंद्री के प्रमा र्थिक		congression were	n kepitangan Palangan	\$65,980,00700	<u> </u>	
COMPLETE FOR AMENDMENTS ONLY State Agency Fiscal Contact: & Telephone #										
Base Contract & THIS Amendment Maureen Abbey Prior Amendments 741-6070										
			100 100 100 100 100 100 100 100 100 100	State A	gency Budget	Officer Ap	proval 🕬			
					And a second section of the control					
,	Manuen Addrey					1/1/				
				Fundin	d Certification	(certification	required by T	CATS 9-4,51,13 linar there is:		
			······································	a balanc	erin the appropria	ition from whi	ch the obligate	d expenditure is required to be one previously incurred)		
							S PS Collagaille) previously "lourgary"	i de la companya de l	
TOTAL:		-								
End Date:								•		
Contractor	Ownership (comp	etë only for t	ase contracts with c	ontract # p	refix: FA or GR		a e e e e e		e.	
		erson w/ Di		panic		II Business	ИX	OT minority/disadvantaged		
Asian	· F	emale	Nat	ive Ameri	сап Потн	ER minority/	disadvantage	,		
Contractor	Selection Method	(complete f	ot ALL básé contract	s—N/A lo		-				
RFP			Competitive	. Negotiati	ion		Alternal	tive Competitive Method		
Non-Competitive Negotiation Negotiation w/ Go					ernment (e.g., ID, GG, GU) Other					
Procurement: Process Summary (complete for selection by Alternative Method (Competitive Negotiation, Non-Competitive Negotiation, OR Other)										
The means of procurement was RFP 317.03-134. During the course of the RFP process the decision was made to pursue a Best and Final Offer (BAFO) process. In summary, this BAFO process entailed receiving Initial Technical Proposals, evaluating these and combining the resultant scores with scores from the Software Demonstrations. The State then prepared a BAFO Request document for each Proposer, which specified areas in which the State needed further clarification or response from the Proposer. The Proposer then responded to the BAFO Request with a BAFO Technical and Cost Proposal. These were evaluated and the apparently successful Proposer was named. This process is described in greater detail in RFP Attachment 6.20,										
and in the Alternative Procurement Method Request that appears in the accompanying documentation.										